

1 IN THE UNITED STATES DISTRICT COURT
2 FOR THE WESTERN DISTRICT OF MISSOURI

3
4 MAXUS REALTY TRUST, INC.,)
5)
6 Plaintiff,)
7 vs.) Case No. 06-0750-CV-W-ODS
8 RSUI INDEMNITY COMPANY)
9 Defendant.)

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12 DEPOSITION OF
13 MICHAEL P. McROBERT
14 TAKEN ON BEHALF OF THE DEFENDANT
15 JULY 31, 2007
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1 take building one, how were the individual
2 residences listed, A, B, C or something else?

3 A. Don't recall. I believe it would have been a
4 building number and then an apartment letter.

5 Q. And I may have asked this. To your knowledge, is
6 Waverly being sold by Maxus?

7 A. No.

8 Q. Are there any plans to sell Waverly?

9 A. No, there have been discussions but no plans.

10 Q. When were those discussions held?

11 A. Oh, sporadically over the last probably year.

12 Q. Were any of those contained or recorded in any
13 minutes?

14 A. No. Well, yes, I believe the minutes of the last
15 board meeting would reflect -- actually, the
16 minutes of the last board meeting should reflect a
17 couple of things. One, they should reflect that
18 the board turned down an opportunity to sell
19 Waverly; and, two, they authorized some
20 expenditures toward some site planning, etc.,
21 toward reconstruction.

22 Q. Is Waverly listed with any broker, real estate
23 broker for sale?

24 A. I don't know.

25 Q. Who would handle that?

1 A. Well, that would be handled through the chairman
2 and in the way of a financial analyst that works
3 with him. The person -- well, there have been
4 people approach us about the site and I don't
5 know -- I don't believe Waverly has ever been
6 formally listed with a broker, but there may have
7 been some type of letter protecting a broker if a
8 deal ever did ultimately get done.

9 Q. Were there any written communications within Maxus
10 addressing or relating to the potential sale of
11 Waverly?

12 A. I don't believe so.

13 Q. And who within MPI would handle such a transaction
14 if it was undertaken?

15 A. The chairman -- the chairman of MRTI, David
16 Johnson.

17 Q. Is there any other individual that would be
18 responsible for the sale, leases, acquisitions of
19 property such as Waverly?

20 A. Well, acquisitions, etc., would flow through David
21 Johnson.

22 Q. And sales, that would flow through who, David
23 Johnson again?

24 A. (Witness nods.)

25 Q. Yes?

1 A. Yes.

2 Q. You had indicated that there were offers made for
3 Waverly?

4 A. Yes, we have had -- my recollection today would be
5 we've had two offers to date.

6 Q. When were those offers received?

7 A. One sat around for a year or more. The last one
8 was in the last 60 days and was turned down by the
9 board in the last 30 days.

10 Q. Did the first offer ever make it to the board for
11 consideration?

12 A. It was never approved by the board.

13 Q. What was the basis for the declination of both
14 offers?

15 A. Just weren't sure what we were ultimately going to
16 do, whether we were going to rebuild or move on.

17 Q. Did the amount of the offer that was made have any
18 impact on the decision of the board to your
19 knowledge?

20 A. Not to my knowledge.

21 Q. Do you know whether directly or indirectly through
22 discussions in Maxus whether the amount of the
23 offer played any role in the determination not to
24 sell the property?

25 A. No.

1 Q. Do you know of any documentation, e-mails or other
2 memoranda that would address this issue regarding
3 the potential sale of Waverly?

4 A. Could you rephrase the question?

5 Q. Do you know of any written document, whether it be
6 e-mail, notes or anything else, that addresses the
7 topic of potential sale of the Waverly complex?

8 A. Not the potential sale, but there would be
9 specific documentation with regard to, as an
10 example, the offer that was turned down by the
11 board at the last board meeting.

12 Q. And it was discussed at that board meeting?

13 A. Yes.

14 Q. As we sit here today, is Waverly for sale?

15 A. Not to my knowledge.

16 Q. As we sit here today, do you know of any plans to
17 sell Waverly?

18 A. No.

19 Q. Are there any future meetings scheduled or board
20 meetings scheduled to discuss the status of
21 Waverly and its potential sale?

22 A. No.

23 Q. As we sit here today, are there any plans to
24 perform any repair or replacement or rebuilding of
25 Waverly?